

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

APPROVAL OF THE RESALE)
AGREEMENT NEGOTIATED BY)
BELLSOUTH TELECOMMUNICATIONS,)
INC. AND MAX-TEL) CASE NO. 97-480
COMMUNICATIONS, INC. PURSUANT)
TO SECTIONS 251 AND 252 OF THE)
TELECOMMUNICATIONS ACT OF 1996)

O R D E R

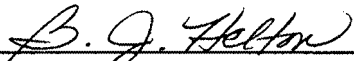
On December 19, 1997, the Commission approved a resale agreement between BellSouth Telecommunications, Inc. ("BellSouth") and Max-Tel Communications, Inc. ("Max-Tel"). On September 3, 1998, BellSouth and Max-Tel submitted to the Commission an amendment to their resale agreement, which was approved by the Commission on October 15, 1998. On October 29, 1998, BellSouth and Max-Tel submitted to the Commission an amendment to their resale agreement. The agreement was negotiated pursuant to the Telecommunications Act of 1996 ("1996 Act"), 47 U.S.C. Sections 251 and 252. Section 252(e) of the 1996 Act requires the parties to an interconnection agreement adopted by negotiation to submit the agreement for approval to the Commission.

The Commission has reviewed the amendment and finds that no portion of the amendment discriminates against a telecommunications carrier not a party to the agreement. The Commission also finds that the implementation of this amendment is consistent with the public interest, convenience, and necessity.

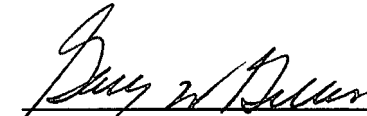
The Commission, having been otherwise sufficiently advised, HEREBY ORDERS
that the amendment is approved.

Done at Frankfort, Kentucky, this 9th day of December, 1998.

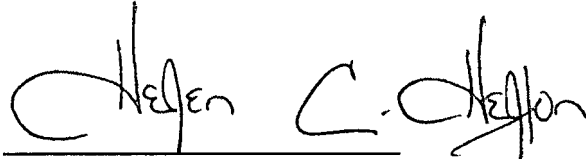
PUBLIC SERVICE COMMISSION


Chairman


Vice Chairman


Commissioner

ATTEST:


Executive Director